

ATTACHMENT 2

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of

**Review of the Section 251 Unbundling
Obligations of Incumbent Local Exchange
Carriers**

CC Docket No. 01-338

**Implementation of the Local Competition
Provisions of the Telecommunications Act of
1996**

CC Docket No. 96-98

**Deployment of Wireline Services Offering
Advanced Telecommunications Capability**

CC Docket No. 98-147

DECLARATION OF CLAUDIA P. CUDDY

1. My name is Claudia Cuddy. I am the Vice President, Engineering and Planning, for Verizon's Network Services Group. I am responsible for domestic and international networks operated and used by Verizon long distance affiliates. I have twenty-five years experience with Verizon or its predecessors in network engineering, network planning, SS7 implementation, local number portability, capacity management, and central office engineering.

2. The purpose of this declaration is to describe Verizon's experience in obtaining high capacity facilities to serve customers in markets outside of Verizon's traditional franchise serving territory. As discussed more fully below, Verizon has determined that, in these areas of highly concentrated demand, one or more CLEC providers are readily able to provide access facilities that allow Verizon to provide high-capacity services to its customers and that ILEC facilities (unbundled or not), therefore, are not necessary to serve customers in those markets.

3. In the summer of 2003, Verizon made a business determination to expand its operations into more than 30 out-of-franchise locations.¹ Verizon decided to enter into strategic agreements for high-capacity local access circuits between customer locations and Verizon points of presence (“POPs”) in these targeted areas. To fulfill Verizon’s access requirements, Verizon sought proposals from competitive local exchange carriers and competitive access providers offering access services in each of these markets. Verizon provided a forecast of its future need for access lines in the designated areas and asked these non-ILEC carriers to submit bids to provide Verizon with local access circuits in one or more of the areas that Verizon had targeted, including information on pricing, geographical, technical, and operational information for services ranging from DS-1 access circuits through OC-192 entrance facilities for various term commitments (typically 1, 2, 3, or 5 years).

4. With respect to geographical information, Verizon asked the bidding carriers to supply (a) a list identifying all customer buildings on their networks; (b) a list of the services available in each building; (c) a description of the way in which the carrier managed capacity in the building, including the way in which it monitored fill-rate, the conditions under which the carrier would add capacity, and the length of time for adding such capacity; (d) a description of the building type (*i.e.*, whether it was a carrier hotel, an ILEC central office, a supplier building, or a commercial building); (e) information regarding the bidding carrier’s policy for extending fiber into a building that is off-network, including the cost and timeframe for doing so; and (f) an acknowledgement that the bidding carrier would periodically update information regarding the buildings to which it provided service.

¹ The targeted regions included a number of markets in California; Texas; Florida; North Carolina; Ohio; Connecticut; the Midwest; the Southwest; the South; and the Pacific Northwest.

5. With respect to pricing, Verizon specified that its goal was to develop a simplified pricing scheme in providing local access circuits to its customers. Accordingly, it asked carriers to supply a single pricing schedule applicable to all locations for which the carrier had submitted bids, although Verizon specified that these carriers could provide different pricing schedules for on- and off-network locations; different schedules for different geographic areas; and/or tiered pricing schedules based on mileage or volume.

6. Verizon received proposals from a number of carriers, and completed its analysis of the responses in late 2003. In evaluating the proposals, Verizon considered four key selection criteria: (a) the availability of local access facilities in each market; (b) pricing; (c) the bidding carrier's ability to provide interconnection at the Verizon POP; and (d) the bidding carrier's ability to meet Verizon's operational and provisioning requirements.

7. In evaluating a bidding carrier's geographic coverage, Verizon mapped the coverage that would be provided by that carrier, identifying the locations in which each supplier had fiber facilities into a building. It then evaluated the carrier's facilities in light of the locations of Verizon's actual and potential enterprise customers; Verizon Wireless switches, and other strategic interconnection points within each market. Its goal was to identify which suppliers had the most extensive coverage in a given market with respect to these various types of facilities.

8. In evaluating pricing, Verizon compared the bidding carriers' prices for on- and off-network circuits. It also compared these prices against existing tariff rates in all of these locations. Verizon developed a methodology that enabled it to estimate the rates for services it would need anywhere in each targeted location, and it used that tool to analyze the competitiveness of each supplier's prices.

9. In evaluating a bidding carrier's technical capabilities, Verizon evaluated the carrier's ability to connect with the Verizon POP at a certain speeds; its ability to support off-network optical services; and its overall network resiliency. Similarly, in evaluating a bidding carrier's operational capabilities, Verizon determined that the carrier's provisioning, billing, and customer support services complied with Verizon's standards.

10. After reviewing the proposals in light of these four considerations, Verizon selected a primary and secondary vendor in each location that either could supply all of the facilities necessary to meet Verizon's needs or was in a position to obtain the necessary facilities themselves from other providers.

11. As a result of this evaluation, Verizon was able to draw a number of significant conclusions with respect to the ability of non-ILECs to provide access services in Verizon's out-of-franchise areas. *First*, for *all* of the locations that Verizon evaluated, there was at least one viable CLEC provider capable of providing strong coverage in areas of highly concentrated demand (*e.g.*, downtown metropolitan areas, where there is high demand for telecommunications services such as carrier hotels, LEC central offices, large office buildings, and office parks). *Second*, in the larger locations that Verizon evaluated (*e.g.*, locations in which aggregate estimated annual spending on telecommunications networks exceeded \$630 million annually²), there were at least two viable CLECs that were roughly equal in their ability to provide access services in areas of highly concentrated demand. Smaller CLECs also provided significant coverage in most of these larger areas. *Third*, even in many smaller locations, there were

² Verizon based these estimates using a methodology called "AENCE" (Annual Estimated Network Communication Expenditure). This methodology is an end-user expenditure model which includes all components of network communications; voice and data, wireline and wireless, and long distance over both public and private networks. AENCE does not include sales or service revenue on CPE, data products or any other type of equipment sales. AENCE also does not include consulting services, revenue derived from outsourcing, or most advanced IP telephony products.

frequently two CLECs that provided strong coverage in areas of highly concentrated demand.

Fourth, in all of the locations that Verizon evaluated, at least one CLEC — and frequently more than one CLEC — had self-provisioned high-capacity loop and transport facilities and provided coverage comparable to that offered by the ILEC. *Fifth*, in almost all of the locations that Verizon evaluated, the prices offered by the CLEC providers were competitive with those offered by the ILEC for comparable services. *Finally*, Verizon determined that no technical or operational impediments were presented by purchasing access services from CLECs.

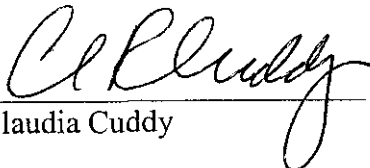
12. As a result of this evaluation, Verizon has chosen primary and secondary carriers to provide it with local access services. In *all* of the out-of-franchise areas that it has evaluated, Verizon determined that a CLEC was capable of meeting its needs for local access circuits, and it has chosen a CLEC to be either the primary or secondary carrier. In addition, in several areas, Verizon has selected CLECs as both the primary and secondary sources of local access services.

13. Verizon currently provides high capacity services to 500 large business customers in six out-of-region states using a combination of its own facilities, non-ILEC fiber facilities obtained through commercial arrangements, and ILEC special access.

14. This concludes my declaration.

I hereby certify under penalty of perjury that the foregoing is true to the best of my knowledge, information, and belief.

Executed on July 1, 2004



Claudia Cuddy

ATTACHMENT 3

**Before the
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Advanced Telecommunications Capability)	
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DECLARATION OF ERIC J. BRUNO

1. My name is Eric J. Bruno. I am the Vice President, Product and Portfolio Management, Enterprise Solutions Group, for Verizon. In this role, I am responsible for product management, portfolio management, offer planning and development, lifecycle management, forecasting, and market program prioritization, for all of the products and services Verizon offers to its largest commercial and government customers. Previously, I was the Vice President, IP Offer Management, Enterprise Solutions Group, for Verizon. In this role, I was responsible for Internet Protocol ("IP") offer planning and development, lifecycle management, forecasting, pricing and implementation. I have more than fifteen years of experience in the communications industry with significant assignments in business market strategy, competitive planning and response, market management, large business sales, and long distance.

2. The purpose of my declaration is to describe the provision of telecommunications services to large enterprise customers and Verizon's experience in competing for these

customers, which are considered among the most valuable retail segments of the telecommunications industry. The market for these customers is highly competitive, and thus far Verizon has had limited success competing against the more dominant, but less regulated, traditional long distance carriers. In Section I, I describe the characteristics of large enterprise customers and the telecommunications services they purchase. Among other things, I explain that large enterprise customers are the largest retail consumers of high-capacity services. In Section II, I describe how telecommunications service providers serve large enterprise customers. I explain that, because large enterprise customers are typically concentrated in major metropolitan areas and business parks, yet often maintain many geographically dispersed offices, to win these customers' business it is often necessary to be able to offer these customers packages of services that provide end-to-end connectivity throughout the country. I further explain that, because no one telecommunications provider owns facilities that are capable of serving all the needs of these customers, it is common for carriers to provide service by combining their own networks and services with those of other providers. In Section III, I explain that, due to the characteristics of large enterprise customers, and to various regulatory restrictions, Verizon has traditionally had difficulty serving these customers and to date has achieved very limited success. The provision of telecommunications services to enterprise customers is instead dominated by competing carriers, particularly the three major incumbent long-distance carriers – AT&T, MCI, and Sprint.

I. Characteristics of Large Enterprise Customers.

3. Verizon defines large enterprise customers to include large commercial, institutional, and governmental entities, such as Fortune 1000 companies; universities and financial concerns; and various entities of federal, state, and local governments.

4. Large enterprise customers rely heavily on telecommunications services to perform their own mission-critical applications. Large enterprise customers use multiple telecommunication services, which may include local and long distance voice service; ATM, Frame Relay, or other packet-switched data services; dedicated private lines; Wide Area Network (“WAN”) services; wireless services; data backup, storage, and retrieval services; and provisioning and maintenance services for telecommunications equipment.

5. Large enterprise customers spend very large amounts of money on telecommunications services and are, therefore, considered the most valuable segment of the telecommunications industry.

6. Because of the amount of telecommunications traffic large enterprise customers generate and because of their need for the most reliable and sophisticated services, large enterprise customers rely heavily on dedicated high-capacity telecommunications services. In Verizon’s experience, large enterprise customers are in fact the primary retail purchasers of high-capacity services among Verizon’s retail customers. For example, large enterprise customers now account for 87 percent of the high-capacity special access revenues that Verizon provides on a retail basis.

7. Large enterprise customers also require telecommunications services that provide end-to-end connectivity among various locations throughout the country or the world. This is due to how large enterprise customers set up their corporate operations. Large enterprise customers tend to locate the headquarters of their operations in densely populated metropolitan areas and commercial districts. As a result, the greatest concentrations of enterprise customers are situated in the downtown business districts of major cities. In addition, because of their size, large enterprise customers often have satellite locations or branch offices located in major

metropolitan areas and commercial districts throughout the United States (and in many cases around the world). These satellite locations and branch offices may be located close to an enterprise customer's main office or facility, or hundreds or thousands of miles away from it. A large enterprise customer's satellite locations and branch offices may operate as extensions of the enterprise customer's core business or may serve as secondary locations in the event that a power interruption or major disaster threatens to disrupt the activities of the main office. Whatever the case may be, these satellite locations and branch offices tend to generate large volumes of traffic on their own and, therefore, often require dedicated high-capacity telecommunications facilities.

8. Because large enterprise customers require sophisticated high-capacity services that provide end-to-end connectivity across broad geographic areas, large enterprise customers often seek one or two primary telecommunications service providers that are capable of serving all of their telecommunications needs. This enables the large enterprise customer to shift the burden of constructing and operating a far-flung network to the carrier while creating a single point of accountability for the customer. Large enterprise customers often employ their own internal telecommunications specialists to evaluate, select, and manage their telecommunications vendors and to negotiate contracts to obtain the fastest, most reliable service for the lowest costs.

II. How Telecommunications Carriers Serve Large Enterprise Customers.

9. In order to become a primary service provider for a large enterprise customer, a telecommunications carrier must be able to provide the full range of sophisticated telecommunications services that large enterprise customers require, including end-to-end connectivity among these customers' various locations, and it must be able to do so while ensuring high service quality service and reliability at competitive prices.

10. No telecommunications carrier in the United States, including Verizon and the other Bell Operating Companies, has ubiquitous high-capacity telecommunications facilities that are capable of serving all the needs of large enterprise customers. As a result, Verizon and other telecommunications carriers must serve large enterprise customers by piecing together networks from multiple sources and then combining these various components together to form an integrated whole.

11. The first step in serving a large enterprise customer is to provide connectivity between the customer's premises and the telecommunications carrier's network (its point of presence ("POP"), fiber ring, or serving wire center). Telecommunications carriers provide these connections using their own high-capacity facilities or high-capacity facilities that they obtain from other providers. Many competing carriers have deployed their own high-capacity fiber facilities in the metropolitan areas and business parks where large enterprise customers tend to be concentrated and directly to the office buildings that house these customers. A telecommunications carrier also may obtain high-capacity facilities from the local incumbent LEC by purchasing special access service under tariffed volume and term discounts.

12. Next, it is necessary to connect a large enterprise customer's main office to its branch offices or to other distant locations. Here, too, the telecommunications carrier may either use its own facilities or partner with other telecommunications carriers or suppliers. It may also purchase special access services from incumbent LECs under tariffed volume and term discounts.

III. Competitors Dominate The Provision of Service to Large Enterprise Customers.

13. Verizon has traditionally had difficulty serving enterprise customers and to date has achieved very limited success. The provision of services to enterprise customers has instead been dominated by competing carriers, in particular the three incumbent long-distance carriers – AT&T, MCI, and Sprint.

14. Historically, Verizon has not been a major competitor in the provision of service to large enterprise customers, either within Verizon's own region or outside its region. This was due principally to the fact that Verizon had generally been precluded from providing services on an interLATA basis. As discussed above, large enterprise customers generally require integrated end-to-end services, which often contain an interLATA component. Since Verizon could not, until recently, offer interLATA transport between large enterprise customer premises in one area of its serving territory (New York City for example) and the customers' satellite offices or other locations in another part of its serving territory (Baltimore, for example), Verizon could not provide the majority of the high capacity services, such as end-to-end high capacity private line, ATM, or Frame Relay services, that large enterprise customers require. Verizon was likewise precluded from providing interLATA services that originated in its region and terminated at points outside its region (Chicago, for example).

15. Because Verizon has traditionally been impaired in competing for large enterprise customers, these customers instead turned to competing carriers. The three incumbent long-distance carriers – AT&T, MCI, and Sprint – have been particularly successful in serving large enterprise customers, and remain the dominant providers in the provision of these services today. There are also a number of other competing carriers that have been very successful in serving enterprise customers.

16. In the wake of obtaining authority to provide interLATA services, Verizon began competing for large enterprise customers. Because of the need for national and international communications by these customers, even small gaps in coverage resulted in a significant competitive disadvantage. As a result, Verizon could not compete seriously for such business until it had received authority to provide long distance service in *all* of its service territories, just last year. Even today, however, Verizon still is subject to burdensome regulations that its competitors do not face. In particular, Verizon is subject to various requirements to file tariffs and cost-support information for high-capacity services. In addition, Verizon uniquely has, to date, not been eligible for pricing flexibility for any of its frame relay and ATM services.

17. As a result of these restrictions, Verizon is often slower to respond to requests for bids and frequently is required to make such bids contingent on regulatory approval. Because of this and because Verizon has traditionally been precluded from serving enterprise customers entirely, Verizon has achieved only limited success in serving these customers to date. Verizon's data confirm this.

18. Verizon collects data on many of its large enterprise customers to determine their telecommunications needs and expenditures. Verizon obtains this information through a variety of sources, such as publicly available documents published or filed by the enterprise customer, discussions with these customers' internal telecommunications teams and account managers, and analysts or others in the industry who may have knowledge about a particular customer.

19. Using this information, Verizon monitors the types of services required by its large enterprise customers, the various carriers providing those services under contract or other arrangements, and when those arrangements may expire. Compiling this information enables Verizon to identify opportunities to submit proposals to large enterprise customers. Verizon also

tracks both the amount that large enterprise customers spend with Verizon, in terms of Total Billed Revenue (“TBR”), as well as what – to the best of its knowledge – the customer spends with other carriers for its various telecommunications needs.


20. In the course of preparing this declaration, Verizon studied the telecommunications spending practices of 24 of its largest 80 customers in the New York City metropolitan area, each of which purchases significant amounts of high-capacity services. This study revealed that among these 24 customers, Verizon earned only a small portion of the revenue expended by these customers for telecommunications services. The 24 customers studied spent a total of \$4.1 billion annually for telecommunications services, ranging from \$7.6 million to \$1 billion. Overall, only 8.7 percent of that \$4.1 billion — or \$361 million— was spent to purchase telecommunications services from Verizon.

21. Verizon’s experience in bidding for new contracts with large enterprise customers provides additional evidence of the intense competition for these customers. Since the beginning of 2003, Verizon has responded to at least 302 Request for Proposals (“RFPs”) from potential large enterprise customers. On average, Verizon was one of at least 5 carriers responding to those RFPs. To date, Verizon has won contracts for only 68 of the 203 RFPs for which, to Verizon’s knowledge, final selections have been made.

22. This concludes my declaration.

I hereby certify under penalty of perjury that the foregoing is true to the best of my knowledge, information, and belief.

Executed on July 1, 2004


Eric J. Bruno

ATTACHMENT 4

**Before the
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Implementation of the Local Competition Provisions of the Telecommunications Act of 1996)	CC Docket No. 96-98
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Deployment of Wireline Services Offering Advanced Telecommunications Capability)	CC Docket No. 98-147
)	

DECLARATION OF MOHIT PATEL

1. My name is Mohit Patel. I am the Director, Wholesale Services Project Management for Verizon. I have worked for Verizon and its predecessor companies for 13 years, including positions as Outside Plant ("OSP") Engineering Manager, OSP Construction and Cable Maintenance Manager, Collocation Program Manager and HiCap Provisioning Manager. My current responsibilities include Switched Access Project Management, SS7 Certification Project Management and Migrations Program Management.

2. The purpose of this declaration is to describe the nature of entrance facilities, how Verizon's competitors use entrance facilities to connect to Verizon's public telephone network, and the extent to which competitors have either migrated off of Verizon's entrance facilities to their own or alternative network facilities over the course of the last year and half or have used Verizon's special access services to connect their networks to Verizon's network, all of which

establish that Verizon's competitors do not need unbundled entrance facilities in order to compete.

I. Background

3. There are two primary methods another carrier may use to connect to Verizon's network – establishing an entrance facility or through collocation.

4. Most commonly, an entrance facility is a dedicated high capacity SONET fiber optic transport system that Verizon builds to another carrier, primarily Competitive Local Exchange Carriers ("CLECs") or Interexchange Carriers ("IXCs"). It consists of fiber optic strands that are connected through various fiber optic cables that run between a CLEC's or IXC's point-of-presence ("POP") and a specific Verizon central office. One end of the entrance facility is at the carrier's POP; the other "end" is at a Verizon central office. A SONET fiber optic multiplexer is located at each of these two "ends."

5. In this manner, entrance facilities are used to connect competitors' POPs to Verizon central offices or wire centers so that competitors can route traffic and connect their dedicated circuits to and from Verizon's public telephone network and aggregate and backhaul traffic to their POPs, by transporting them over the entrance facility.

II. Entrance Facilities Are Not Part of Verizon's Preexisting Network.

6. Entrance facilities are not part of Verizon's preexisting network. They must be constructed. Entrance facilities are dedicated facilities between Verizon and a single CLEC's or IXC's POP that are custom-designed, engineered, and constructed specifically for a CLEC or IXC based on the CLEC's or IXC's service needs.

7. To obtain entrance facilities, a CLEC or IXC places an order for entrance facilities with Verizon. Based upon traffic forecasts from the CLEC or IXC and/or usage

patterns as determined by Verizon's engineers, Verizon and the CLEC or IXC determine the size or capacity of the entrance facility (OC-12, OC-48, OC-192), and Verizon then constructs the physical fiber link between the carrier's POP and the Verizon central office or wire center. The appropriate electronics – dedicated fiber optic multiplexers and associated distribution panels – are installed and terminated to this fiber link establishing the entrance facility.

8. Historically, Verizon has not charged IXCs or CLECs for the installation or maintenance of facilities and equipment, such as fiber, fiber distribution panels, and multiplexers constructed to establish entrance facilities. The facilities and equipment are owned by Verizon and are installed as a service to the customer for the purpose of connecting the CLEC's or IXC's POP to Verizon's network.

9. Once the physical fiber facilities are in place, the CLEC or IXC may order transport services, such as DS-1s, DS-3s, and OCns that are transported over the dedicated fiber optic system entrance facility, to allow the CLEC or IXC to deliver and receive telecommunications traffic. Verizon seeks to recover the cost for providing and maintaining the entrance facility through revenues generated from the service(s) provided to the CLEC or IXC over the entrance facility.

10. In addition, entrance facilities typically are not used by Verizon or by any other CLEC or IXC to provide service. Verizon does not use any of the equipment in a CLEC or IXC entrance facility to provide service to its own end users.

III. Competitors Are Using Alternative Facilities to Connect To Verizon's Network.

11. Prior to the 1996 Act and Local Competition Order, Verizon designed and built entrance facilities for other carriers because it was in most cases the only means by which a carrier could connect to Verizon's network, and Verizon bore the cost of constructing these

entrance facilities because Verizon was able to recover the costs from revenue received from the services Verizon provided over the facility. Today, however, other carriers are able to and do connect to Verizon's network by collocating their own equipment in a Verizon central office or wire center and provisioning their own or obtaining from alternative providers transport facilities needed to transport telecommunications traffic from their collocation arrangement to their POP.

12. Collocation allows CLECs and IXC's to connect to Verizon's network by installing fiber from their collocation point with Verizon to their own switch in their POP location using essentially the same electronic equipment as Verizon uses to establish an entrance facility. The CLEC or IXC has control over what type of equipment to order as well as the freedom to negotiate prices with the equipment vendors.

13. The ease and convenience with which CLECs and IXC's can use collocation to connect with Verizon's network instead of using Verizon-constructed entrance facilities is reflected by recent trends in CLEC and IXC service requests.

14. In the year 2003, Verizon processed 145 requests relating to entrance facilities in its Verizon East territory. Of those requests, only 29 involved the installation of new entrance facilities. During that same period, 34 requests involved the removal of entrance facility equipment.

15. The increase in CLEC and IXC collocation has resulted in situations in which entrance facilities are carrying less than 50 percent of the traffic they are capable of carrying. Since the cost of the entrance facilities (borne by Verizon) are recovered from the traffic carried over these facilities, Verizon is in some cases falling short of the revenue needed to recoup its expenses.

16. In addition, Verizon data for 2003 shows that, in addition to opting for collocation over entrance facilities as a means to establish new interconnection facilities, carriers are increasingly moving off of *existing* entrance facility arrangements to collocation facilities located in central offices and wire centers deeper into Verizon's network. This allows the carrier to reduce and eliminate the need to obtain transport from Verizon back to their POP. In 2003, Verizon processed orders to move more than 20,000 carrier circuits from the POP to collocation arrangements those carriers had established in central offices and wire centers deeper into Verizon's network. In the first quarter of 2004, over 5,953 circuits (including subtending circuits) were migrated from POP to collocation arrangements in Verizon's East territory.

17. Even where carriers are continuing to use entrance facilities to connect to and deliver traffic to their POPs, they purchase transport facilities (DS-1s, DS-3s, and OCns) primarily through Verizon's special access services, not as UNEs. Of the high-capacity entrance-facility circuits that carriers purchased from Verizon in service as of March 2004, approximately 96 percent were purchased as special access, while only 4 percent were purchased as UNEs. *See* Declaration of Judy K. Verses, Ronald H. Lataille, Marion C. Jordan, and Lynelle J. Reney ¶ 52.

18. These figures further illustrate that CLECs and IXC's are moving away from using entrance facilities and are competing with Verizon by using their own transport to bring traffic to their collocation point in Verizon's central offices and wire centers. Alternatively, even where carriers choose to use entrance facilities, they use predominately special access services, not UNEs, and are competing successfully doing so.

19. This concludes my declaration.

I hereby certify under penalty of perjury that the foregoing is true to the best of my knowledge, information, and belief.

Executed on June 30, 2004



Mohit Patel